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14 *ELECTRIC SOLIDUS, INC. d/b/a SWAN BITCOIN*

15 **IN THE UNITED STATES DISTRICT COURT**
16 **FOR THE CENTRAL DISTRICT OF CALIFORNIA**
17 **WESTERN DIVISION**

18 ELECTRIC SOLIDUS, INC.
19 d/b/a SWAN BITCOIN,
a Delaware corporation,

20 Plaintiff,

21 v.

22 PROTON MANAGEMENT LTD.,
a British Virgin Islands corporation;
THOMAS PATRICK FURLONG;
23 ILIOS CORP., a California corporation;
MICHAEL ALEXANDER HOLMES;
24 RAFAEL DIAS MONTELEONE;
SANTHIRAN NAIDOO;
25 ENRIQUE ROMUALDÉZ; and
LUCAS VASCONCELOS,

26 Defendants.
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Case No. 2:24-cv-8280-MWC-E

**DECLARATION OF RYAN S.
LANDES IN SUPPORT OF
SWAN'S OPPOSITION TO
PROTON'S MOTION TO
COMPEL ARBITRATION**

Hearing Date: June 6, 2025
Time: 1:30 P.M.
Place: Courtroom 6A, 6th F
Judge: Hon. Michelle
Williams Court

Complaint Filed: Sept. 25, 2024
Am. Compl. Filed: Jan. 27, 2025
Trial Date: May 4, 2026

DECLARATION OF RYAN S. LANDES

I, Ryan S. Landes, declare as follows:

1. I am a partner with the law firm Quinn Emanuel Urquhart & Sullivan, LLP (“Quinn Emanuel”) and a member of the bar of this Court. I represent Plaintiff Electric Solidus, Inc. d/b/a Swan Bitcoin (“Swan”) in the above-captioned matter. I submit this Declaration in connection with Swan’s Opposition to Defendant Proton Management Ltd.’s (“Proton”) Motion to Compel Arbitration. Unless stated otherwise, this Declaration is based on my personal knowledge; if called as a witness I could and would testify as follows.

2. Attached hereto as Exhibit A is a true and correct copy of an email from Zachary Lyons to Swan’s Raphael Zagury, dated December 5, 2023, in response to an email that Mr. Zagury sent to Mr. Lyons earlier that day, to which Mr. Zagury attached a letter with the subject line, “Acknowledgement of 2040 Energy Ltd Operations and Control.” Exhibit A includes a copy of the letter that was attached to Mr. Zagury’s email.

3. Attached hereto as Exhibit B is a true and correct copy of an email from me to counsel for Proton at Bergeson LLP, dated February 14, 2025. Those portions of Exhibit B to which Swan refers in its Opposition are highlighted for the Court’s convenience.

4. Attached hereto as Exhibit C is a true and correct copy of an email from counsel for Swan at Quinn Emanuel to counsel for Defendants, dated April 22, 2025. Those portions of Exhibit C to which Swan refers in its Opposition are highlighted for the Court’s convenience.

5. Attached hereto as Exhibit D is a true and correct copy of Proton’s Responses and Objections to Plaintiff’s First Set of Targeted Requests for Production of Documents, dated March 17, 2025.

6. Attached hereto as Exhibit E is a true and correct copy of Proton’s Responses and Objections to Plaintiff’s First Set of Targeted Interrogatories, dated

1 March 17, 2025.

2 7. Attached hereto as Exhibit F is a true and correct copy of Proton's
3 Responses and Objections to Plaintiff's Second Set of Requests for Production of
4 Documents, dated March 28, 2025.

5 8. Attached hereto as Exhibit G is a true and correct copy of Proton's
6 Responses and Objections to Plaintiff's Second Set of Interrogatories, dated March
7 28, 2025.

8 9. Attached hereto as Exhibit H is a true and correct copy of Proton's
9 Responses and Objections to Plaintiff's Third Set of Requests for Production of
10 Documents, dated April 16, 2025.

11 10. Attached hereto as Exhibit I is a true and correct copy of an email from
12 counsel for the Individual Defendants at Goodwin Procter LLP to Swan's counsel
13 at Quinn Emanuel, dated April 19, 2025. Because Swan's Opposition does not rely
14 upon the numerous attachments to this email, and relevant portions of those
15 attachments have been docketed (Dkt. 193-3), Swan has omitted those attachments
16 from Exhibit I, but is happy to provide them at the Court's request.

17 11. Attached hereto as Exhibit J is a true and correct copy of an email from
18 counsel for Proton at Bergeson LLP to counsel for Swan at Quinn Emanuel, dated
19 April 17, 2025. Those portions of Exhibit J to which Swan refers in its Opposition
20 are highlighted for the Court's convenience.

21 12. Attached hereto as Exhibit K is a true and correct copy of an email
22 from counsel for the Individual Defendants at Goodwin Procter LLP to counsel for
23 Swan at Quinn Emanuel, dated April 22, 2025. Those portions of Exhibit K to
24 which Swan refers in its Opposition are highlighted for the Court's convenience.

25 13. Attached hereto as Exhibit L is a true and correct copy of an email from
26 counsel for Swan at Quinn Emanuel to counsel for Proton at Bergeson LLP, dated
27 May 1, 2025. Those portions of Exhibit L to which Swan refers in its Opposition
28 are highlighted for the Court's convenience.

1 14. Attached hereto as Exhibit M is a true and correct copy of an email
2 from counsel for Proton at Bergeson LLP to counsel for Swan at Quinn Emanuel,
3 dated May 5, 2025. Those portions of Exhibit M to which Swan refers in its
4 Opposition are highlighted for the Court's convenience.

5 15. Attached hereto as Exhibit N is a true and correct copy of an email
6 from counsel for Proton at Bergeson LLP to counsel for Swan at Quinn Emanuel,
7 dated May 8, 2025. Those portions of Exhibit N to which Swan refers in its
8 Opposition are highlighted for the Court's convenience.

9 16. Attached hereto as Exhibit O is a true and correct copy of an email
10 from counsel for Proton at Bergeson LLP to counsel for Swan at Quinn Emanuel,
11 dated May 9, 2025. Those portions of Exhibit O to which Swan refers in its
12 Opposition are highlighted for the Court's convenience.

13 17. Attached hereto as Exhibit P is a true and correct copy of an email from
14 counsel for Proton at Bergeson LLP to counsel for Swan at Quinn Emanuel, dated
15 May 9, 2025. Those portions of Exhibit P to which Swan refers in its Opposition
16 are highlighted for the Court's convenience.

17
18 DATED: May 16, 2025

QUINN EMANUEL URQUHART &
SULLIVAN, LLP

19
20 By Ryan S. Landes

Ryan S. Landes

21 *Attorney for Plaintiff*

22 *Electric Solidus, Inc. d/b/a Swan Bitcoin*
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